

Attachment #3  
Certificate of Authority



## OFFICE OF THE SECRETARY OF STATE

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JESSE WHITE • Secretary of State

DECEMBER 26, 2001

6196-524-6

SHEREE G WEST  
NOWALSKY, BRONSTON & GOTHARD  
3500 N CAUSEWAY BLVD #1442  
METAIRIE, LA 70002

RE TELECOM MANAGEMENT, INC.

DEAR SIR OR MADAM:

IT IS OUR PLEASURE TO APPROVE YOUR REQUEST TO TRANSACT BUSINESS IN THE STATE OF ILLINOIS. ENCLOSED PLEASE FIND THE AUTHORITY ACKNOWLEDGING REGISTRATION.

THIS DOCUMENT MUST BE RECORDED IN THE OFFICE OF THE RECORDER OF THE COUNTY IN ILLINOIS IN WHICH THE REGISTERED OFFICE OF THE CORPORATION IS LOCATED, AS PROVIDED BY SECTION 1.10 OF THE BUSINESS CORPORATION ACT OF THIS STATE. FOR FURTHER INFORMATION CONTACT YOUR RECORDER OF DEEDS.

THE CORPORATION MUST FILE AN ANNUAL REPORT AND PAY FRANCHISE TAXES PRIOR TO THE FIRST DAY OF ITS ANNIVERSARY MONTH (MONTH OF QUALIFICATION) NEXT YEAR. A PRE-PRINTED ANNUAL REPORT FORM WILL BE SENT TO THE REGISTERED AGENT AT THE ADDRESS SHOWN ON THE RECORDS OF THIS OFFICE APPROXIMATELY 60 DAYS PRIOR TO ITS ANNIVERSARY MONTH.

SECURITIES CANNOT BE ISSUED OR SOLD EXCEPT IN COMPLIANCE WITH THE ILLINOIS SECURITIES LAW OF 1953, 815 ILLINOIS COMPILED STATUTES, 5/1 ET SEQ. FOR FURTHER INFORMATION, CONTACT THE OFFICE OF THE SECRETARY OF STATE, SECURITIES DEPARTMENT AT (217) 782-2256 OR (312) 793-3384.

SINCERELY YOURS,

JESSE WHITE  
SECRETARY OF STATE

DEPARTMENT OF BUSINESS SERVICES  
CORPORATION DIVISION  
TELEPHONE (217) 782-6961

JW:CD

Form **BCA-13.15**  
(Rev. Jan. 1999)

APPLICATION FOR CERTIFICATE  
OF AUTHORITY TO  
TRANSACTION BUSINESS IN ILLINOIS

**SUBMIT IN DUPLICATE!**

Jesse White, Secretary of State  
Department of Business Services  
Springfield, IL 62756  
Telephone (217) 782-1834  
<http://www.sos.state.il.us>

This space for use by Secretary of State

**FILED**  
DEC 26 2001  
JESSE WHITE  
SECRETARY OF STATE

This space for use by  
Secretary of State

Date 12-26-01

License Fee \$

Franchise Tax \$ 25.00

Filing Fee \$ 25.00

Penalties \$

Approved: \$ 100.00

Payment must be made by  
certified check, cashier's check,  
Illinois attorney's check, Illinois  
C.P.A.'s check or money order,  
payable to "Secretary of State."

1. (a) CORPORATE NAME: Telecom Management, Inc.

(Complete item 1 (b) only if the corporate name is not available in this state.)

(b) ASSUMED CORPORATE NAME: SBA of America

(By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the transaction of business in Illinois. Form BCA 4.15 is attached.)

2. (a) State or Country of Incorporation: Maine

(b) Date of Incorporation: February 22, 1995

(c) Period of Duration: Perpetual

3. (a) Address of the principal office, wherever located:

27 Gorham Rd.

Scarborough, ME 04074

(b) Address of principal office in Illinois:

(If none, so state)

None

4. Name and address of the registered agent and registered office in Illinois.

Registered Agent National Registered Agents, Inc.

First Name

Middle Name

Last Name

Registered Office 208 South LaSalle Street, Suite 1855

Number

Street

Suite #

Chicago, IL 60604

County of Cook

City

ZIP Code

County

5. States and countries in which it is admitted or qualified to transact business: (Include state of incorporation)

Maine

6. Names and residential addresses of officers and directors:

Name	No. & Street	City	State	ZIP
President	Susan Bouchard, 27 Gorham Rd., Scarborough, ME 04074			
Secretary	Susan Bouchard, 27 Gorham Rd., Scarborough, ME 04074			
Director	Susan Bouchard, 27 Gorham Rd., Scarborough, ME 04074			
Director				
Director				

If more than 3, attach list

7. Purpose or purposes proposed to be pursued in transacting business in this state:  
(If not sufficient space to cover this point, add one or more sheets of this size.)  
The sale of telecommunications services

8. Authorized and issued shares:

Class	Series	Par Value	Number of Shares Authorized	Number of Shares Issued
common	—	No par	2,000	200

9. Paid-in Capital: \$ 1000.00  
("Paid-in Capital" replaces the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts.)

10. (a) Give an estimate of the total value of all the property\* of the corporation for the following year: \$ 100,000.00
- (b) Give an estimate of the total value of all the property\* of the corporation for the following year that will be located in Illinois: \$ 1,000.00
- (c) State the estimated total business of the corporation to be transacted by it everywhere for the following year: \$ 350,000.00
- (d) State the estimated annual business of the corporation to be transacted by it at or from places of business in the State of Illinois: \$ 10,000.00

11. Interrogatories: (Important – this section must be completed.)

- \*\* (a) Office or offices to which all contracts with the corporation are forwarded for final acceptance: 27 Gorham Rd.,  
(b) Number of shares of all classes owned by residents of Illinois: None Scarborough, ME 04074  
(c) Number of shares of all classes owned by non-residents of Illinois: 200  
(d) Is the corporation transacting business in this state at this time? No  
(e) If the answer to item 11(d) is yes, state the exact date on which it commenced to transact business in Illinois:

12. This application is accompanied by a certified copy of the articles of incorporation, as amended, duly authenticated, within the last ninety (90) days, by the proper officer of the state or country wherein the corporation is incorporated.

13. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK**.)

Dated 10/22/01, \_\_\_\_\_  
(Month & Day) (Year)  
attested by Susan Bouchard  
(Signature of Secretary or Assistant Secretary)  
Susan Bouchard, Secretary  
(Type or Print Name and Title)

Telecom Management, Inc.  
(Exact Name of Corporation)  
Susan Bouchard  
(Signature of President or Vice President)  
by Susan Bouchard, President  
(Type or Print Name and Title)

\* PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible, or mixed without qualifications.

\*\* When the response to #11(a) lists ONLY an Illinois address, then the total business as reflected in #10(c) is also considered to be Illinois business for the purpose of computing the Illinois allocation factor. By signing this application, the corporation affirms that it is aware that the amount of paid-in capital, and consequently the amount of license fees and franchise taxes, may be proportionately higher due to the Illinois address shown under #11(a).

**APPLICATION TO ADOPT,  
CHANGE OR CANCEL,  
AN ASSUMED CORPORATE NAME**

File #

Jesse White  
Secretary of State  
Department of Business Services  
Springfield, IL 62756  
Telephone (217) 782-9520  
<http://www.sos.state.il.us>

Remit payment in check or money  
order, payable to "Secretary of State".

**FILED**

DEC 20 2001

JESSE WHITE  
SECRETARY OF STATE

**SUBMIT IN DUPLICATE**

This space for use by  
Secretary of State

Date 12-26-01

Filing Fee \$120.00

Approved: [Signature]

1. CORPORATE NAME: TELECOM MANAGEMENT, INC.
2. State or Country of Incorporation: Maine
3. Date incorporated (if an Illinois corporation) or date authorized to transact business in Illinois (if a foreign corporation):  
12-26 2001  
(Month & Day) (Year)  
(Complete No. 4 and No. 5 if adopting or changing an assumed corporate name.)
4. The corporation intends to adopt and to transact business under the assumed corporate name of:  
SBA of America
5. The right to use the assumed corporate name shall be effective from the date this application is filed by the Secretary of State until 12-1 2005, the first day of the corporation's anniversary month in the next year which is evenly divisible by five.  
(Month & Day) (Year)  
(Complete No. 6 if changing or cancelling an assumed corporate name.)
6. The corporation intends to cease transacting business under the assumed corporate name of:  
N/A
7. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true.

Dated December 11, 2001  
(Month & Day) (Year)

attested by Paul Driscoll  
(Signature of Secretary or Assistant Secretary)

Paul Driscoll, Secretary  
(Type or Print Name and Title)

Telecom Management, Inc.  
(Exact Name of Corporation)

by Susan Bouchard  
(Signature of President or Vice President)

Sue Bouchard, President  
(Type or Print Name and Title)

NOTE: The filing fee to adopt an assumed corporate name is \$20 plus \$2.50 for each month or part thereof between the date of filing this application and the date upon which the corporation may renew its use.

The fee for cancelling an assumed corporate name is \$5.00.

C-148.11 The fee to change an assumed name is \$25.



## OFFICE OF THE SECRETARY OF STATE

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JESSE WHITE • Secretary of State

JANUARY 25, 2002

6196-524-6

NOWALSKY, BRONSTON & GOTHARD  
SHEREE G WEST  
3500 N CAUSEWAY BLVD #1442  
METAIRIE, LOUISIANA 70002

RE PIONEER TELEPHONE (420613)

DEAR SIR OR MADAM:

APPLICATION TO ADOPT AN ASSUMED NAME HAS BEEN PLACED ON FILE AND THE CORPORATION CREDITED WITH THE REQUIRED FEE.

THE DUPLICATE COPY IS ENCLOSED.

SINCERELY,

JESSE WHITE  
SECRETARY OF STATE  
DEPARTMENT OF BUSINESS SERVICES  
CORPORATION DIVISION  
TELEPHONE (217) 782-6961

JW:CD

**APPLICATION TO ADOPT,  
CHANGE OR CANCEL,  
AN ASSUMED CORPORATE NAME**

File # 61965246

Jesse White  
Secretary of State  
Department of Business Services  
Springfield, IL 62756  
Telephone (217) 782-9520  
<http://www.sos.state.il.us>

Filed 1/25/2002

Jesse White Secretary of State



CP0420613

**SUBMIT IN DUPLICATE**

This space for use by  
Secretary of State

Date Filed 1/25/2002

Filing Fee 120.00 EC

Approved: CF

Remit payment in check or money  
order, payable to "Secretary of State".

1. CORPORATE NAME: ~~TELECOM MANAGEMENT INC~~ SBA OF AMERICA  
( FAS FOR TELECOM MANAGEMENT, INC.)
2. State or Country of Incorporation: Maine
3. Date incorporated (if an Illinois corporation) or date authorized to transact business in Illinois (if a foreign corporation): ~~JANUARY 2001~~ 12-26-01, 1995  
(Month & Day) (Year)  
(Complete No. 4 and No. 5 if adopting or changing an assumed corporate name.)
4. The corporation intends to adopt and to transact business under the assumed corporate name of:  
Pioneer Telephone
5. The right to use the assumed corporate name shall be effective from the date this application is filed by the Secretary of State until 12-01-01, the first day of the corporation's anniversary month in the next year which is evenly divisible by five.  
(Month & Day) (Year)  
(Complete No. 6 if changing or cancelling an assumed corporate name.)
6. The corporation intends to cease transacting business under the assumed corporate name of:  
N/A
7. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true.

Dated December 11, 2001  
(Month & Day) (Year)

attested by Paul Driscoll  
(Signature of Secretary or Assistant Secretary)

Paul Driscoll, Secretary  
(Type or Print Name and Title)

SBA OF AMERICA  
~~TELECOM MANAGEMENT INC~~  
(Exact Name of Corporation)

by Sue Bouchard  
(Signature of President or Vice President)

Sue Bouchard, President  
(Type or Print Name and Title)

NOTE: The filing fee to adopt an assumed corporate name is \$20 plus \$2.50 for each month or part thereof between the date of filing this application and the date upon which the corporation may renew its use.

The fee for cancelling an assumed corporate name is \$5.00.

C-148.11 The fee to change an assumed name is \$25.